Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF NEW JERSEY

Case number *(if known)* ____________ Chapter 11

☐ Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1.	**Debtor's name**	Cinram Operations, Inc.	
2.	**All other names debtor used in the last 8 years** Include any assumed names, trade names and *doing business as* names	FKA JVC America, Inc.	
3.	**Debtor's federal Employer Identification Number (EIN)**	95-2827377	
4.	**Debtor's address**	**Principal place of business** Cinram Operations, Inc. Attn: Glenn Langberg, CEO 220 South Orange Avenue Livingston, NJ 07039 Number, Street, City, State & ZIP Code Essex County	**Mailing address, if different from principal place of business** Cinram Operations, Inc. Attn: Glenn Langberg, CEO P.O. Box 148 Bloomfield, NJ 07003 P.O. Box, Number, Street, City, State & ZIP Code **Location of principal assets, if different from principal place of business** Number, Street, City, State & ZIP Code
5.	**Debtor's website (URL)**	None	
6.	**Type of debtor**	☑ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) ☐ Partnership (excluding LLP) ☐ Other. Specify:	

Debtor Cinram Operations, Inc. Case number (if known) ______
Name

7. **Describe debtor's business**

A. *Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☑ None of the above

B. *Check all that apply*

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See http://www.uscourts.gov/four-digit-national-association-naics-codes.

______

8. **Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☑ Chapter 11. *Check all that apply:*
  - ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than $2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
  - ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
  - ☐ A plan is being filed with this petition.
  - ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
  - ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
  - ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

9. **Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

If more than 2 cases, attach a separate list.

- ☑ No.
- ☐ Yes.

District ______ When ______ Case number ______
District ______ When ______ Case number ______

10. **Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**

List all cases. If more than 1, attach a separate list

- ☐ No
- ☑ Yes.

Debtor **See attached Schedule 1** Relationship ______
District ______ When ______ Case number, if known ______

Debtor Cinram Operations, Inc. Case number (if known) ______
Name

11. Why is the case filed in *this district*?

Check all that apply:

- [x] Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- [x] A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

- [x] No
- [ ] Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (*Check all that apply.*)

- [ ] It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
  What is the hazard? ______
- [ ] It needs to be physically secured or protected from the weather.
- [ ] It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).
- [ ] Other ______

Where is the property? ______
Number, Street, City, State & ZIP Code

Is the property insured?

- [ ] No
- [ ] Yes. Insurance agency ______
  Contact name ______
  Phone ______

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- [x] Funds will be available for distribution to unsecured creditors.
- [ ] After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

[x] 1-49	[ ] 1,000-5,000	[ ] 25,001-50,000
[ ] 50-99	[ ] 5001-10,000	[ ] 50,001-100,000
[ ] 100-199	[ ] 10,001-25,000	[ ] More than100,000
[ ] 200-999		

15. Estimated Assets*

[ ] $0 - $50,000	[x] $1,000,001 - $10 million	[ ] $500,000,001 - $1 billion
[ ] $50,001 - $100,000	[ ] $10,000,001 - $50 million	[ ] $1,000,000,001 - $10 billion
[ ] $100,001 - $500,000	[ ] $50,000,001 - $100 million	[ ] $10,000,000,001 - $50 billion
[ ] $500,001 - $1 million	[ ] $100,000,001 - $500 million	[ ] More than $50 billion

16. Estimated liabilities*

[x] $0 - $50,000	[ ] $1,000,001 - $10 million	[ ] $500,000,001 - $1 billion
[ ] $50,001 - $100,000	[ ] $10,000,001 - $50 million	[ ] $1,000,000,001 - $10 billion
[ ] $100,001 - $500,000	[ ] $50,000,001 - $100 million	[ ] $10,000,000,001 - $50 billion
[ ] $500,001 - $1 million	[ ] $100,000,001 - $500 million	[ ] More than $50 billion

*Asset values and liabilities are estimated only, are subject to receipt of additional information, and may be revised as appropriate. All rights of the Debtor are reserved. Nothing contained herein shall or shall be deemed to be an admission.

Debtor **Cinram Operations, Inc.**
Name

Case number (*if known*)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is trued and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 03/17/2017
MM / DD / YYYY

X
Signature of authorized representative of debtor

Glenn Langberg
Printed name

Title **Chief Executive Officer**

18. Signature of attorney

X
Signature of attorney for debtor

Date 03/17/2017
MM / DD / YYYY

Kenneth A. Rosen
Printed name

Lowenstein Sandler LLP
Firm name

65 Livingston Avenue
Roseland, NJ 07068
Number, Street, City, State & ZIP Code

Contact phone **973-597-2500** Email address **krosen@lowenstein.com**

02160-1979 NJ
Bar number and State

Schedule 1

List of Debtors

On the date hereof, each of the affiliated entities listed below (the "Debtors") filed a petition in this Court for relief under chapter 11 of title 11 of the United States Code. The Debtors have moved for joint administration of these cases under the case number assigned to the chapter 11 case of Cinram Group, Inc.

1. Cinram Group, Inc.
2. Cinram Property Group, LLC
3. Cinram Operations, Inc.

United States Bankruptcy Court
District of New Jersey

In re **Cinram Operations, Inc.** Debtor(s)

Case No. ______
Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Cinram Group, Inc. **Attn: Glenn Langberg, CEO** **220 South Orange Avenue** **Livingston, NJ 07039**		**100%**	**Equity**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **Chief Executive Officer** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **March 17, 2017**

Signature ______
Glenn Langberg

Penalty for making a false statement of concealing property: Fine of up to $500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

Software Copyright (c) 1996-2016 Best Case, LLC - www.bestcase.com Best Case Bankruptcy

United States Bankruptcy Court
District of New Jersey

In re Cinram Operations, Inc. Debtor(s)

Case No.
Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned Chief Executive Officer for Cinram Operations, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

Cinram Group, Inc.

☐ None [*Check if applicable*]

03/17/2017
Date

Glenn Langberg, CEO
Cinram Operations, Inc.

Software Copyright (c) 1996-2016 Best Case, LLC - www.bestcase.com Best Case Bankruptcy

ACTION BY UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF CINRAM OPERATIONS, INC.

Dated as of March 16, 2017

The undersigned, being the sole member of the Board of Directors (the "Board") of Cinram Operations, Inc., an Alabama corporation (the "Corporation"), hereby consents to, adopts and approves the following corporate resolutions, as if such resolutions had been adopted at a duly convened meeting of the Board:

WHEREAS, the Board has reviewed and considered the current and prospective financial and operational aspects of the Corporation's business and the current and long term assets, liabilities and liquidity of the Corporation;

WHEREAS, the Board has been evaluating and considering the reorganization of the Corporation's business in consultation with the officers of the Corporation;

WHEREAS, the Board has had the opportunity to consult with the management and legal advisors of the Corporation and fully consider the strategic alternatives available to the Corporation;

WHEREAS, the Board has determined that it is desirable, fair, reasonable, and in the best interest of the Corporation and the Corporation's creditors and other interested parties for the Corporation to file a voluntary petition seeking relief under the provisions of chapter 11 of title 11 of the United States Code (the "Bankruptcy Code");

NOW, THEREFORE, IT IS HEREBY:

RESOLVED, that Glenn R. Langberg, the Chief Executive Officer of the Corporation, and such other officers of the Corporation as the Chief Executive Officer directs (each an "Authorized Officer" and collectively, the "Authorized Officers"), are hereby authorized and empowered, in the name and on behalf of the Corporation, with the assistance of the Corporation's legal counsel, accountants and advisors, to (i) prepare, execute and file with the appropriate bankruptcy court a petition by the Corporation under chapter 11 of the Bankruptcy Code commencing a chapter 11 case (the "Chapter 11 Case"), and (ii) take such other and further actions and steps as the Authorized Officers may deem necessary, appropriate or advisable to obtain for the Corporation any and all relief to which it is or may be entitled to under chapter 11 of the Bankruptcy Code; and it is further

RESOLVED, that the Authorized Officers are, and any one of them acting alone is, hereby authorized to execute and file on behalf of the Corporation all petitions, declarations, affidavits, schedules, lists, motions, applications, pleadings and other papers or documents, and to take any and all actions that they deem necessary or proper to obtain relief under the Bankruptcy Code or in connection with the Chapter 11 Case, including, without limitation, any action necessary to maintain the ordinary course operation of the Corporation's business; and it is further

RESOLVED, that the Authorized Officers are, and any one of them acting alone is, hereby authorized and directed to retain and employ, in the name and on behalf of the Corporation, the law firm of Lowenstein Sandler LLP as legal counsel to the Corporation in connection with the Chapter 11 Case, to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code and to take any and all actions to advance the Corporation's rights and interests, including, but not limited to, filing any motions, applications or other pleadings, representing the Corporation in obtaining financing, and representing the Corporation in connection with any proposed asset sale or plan of reorganization or liquidation under the Bankruptcy Code; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed an appropriate application for authority to retain the services of Lowenstein Sandler LLP; and it is further

RESOLVED, that the Authorized Officers are, and any one of them acting alone is, hereby authorized and empowered, should they deem it necessary or advisable, to retain and employ, in the name and on behalf of the Corporation, a claims, noticing and balloting agent in connection with the Chapter 11 Case to assist the Corporation in carrying out its duties under the Bankruptcy Code and to take any and all actions to advance the Corporation's rights and interests; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of such claims, noticing and balloting agent; and it is further

RESOLVED, that the Authorized Officers are, and any one of them acting alone is, hereby authorized and empowered to retain and employ, in the name and on behalf of the Corporation, any other professionals to assist the Corporation in connection with the Chapter 11 Case, including to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code; and in connection therewith, the Authorized Officers, with power of delegation, are hereby authorized and empowered to execute appropriate retention agreements, pay appropriate retainers, and cause to be filed appropriate applications for authority to retain the services of any other professionals as they may deem necessary, appropriate or advisable; and it is further

RESOLVED, that in connection with the Chapter 11 Case, the Authorized Officers are, and any one of them acting alone is, hereby authorized and empowered, in the name and on behalf of the Corporation, to make such arrangements as they may deem necessary or proper for the corporation to obtain authority for the use of cash collateral pursuant to section 363 of the Bankruptcy Code, to the extent such authority is or becomes necessary, or to obtain debtor in possession financing pursuant to section 364 of the Bankruptcy Code, to the extent they deem it necessary or advisable, including the granting of security interests in or liens on the Corporation's assets (including but not limited to real property assets) as may be contemplated by or required under the terms of such use of cash collateral or debtor in possession financing; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and empowered to take such additional action and execute any agreements, instruments or documents proposed to be executed and delivered by or on behalf of the Corporation pursuant thereto or in connection therewith, in each case, as in each Authorized Officer's judgment is reasonable, expedient, convenient, necessary or proper, the execution thereof by such Authorized Officer to be conclusive evidence of such determination; and it is further

RESOLVED, that in connection with the Chapter 11 Case, the Authorized Officers are, and any one of them acting alone is, hereby authorized and empowered, to enter into, in the name and on behalf of the Corporation, one or more agreements to sell all or any part of the Corporation's assets under section 363 of the Bankruptcy Code, subject to the approval of the bankruptcy court in the Chapter 11 Case, on such terms and conditions as in each Authorized Officer's judgment is necessary, appropriate or advisable; and in connection therewith, each Authorized Officer, with power of delegation, is hereby authorized and directed to take such additional action and execute any agreements, instruments or documents proposed to be executed and delivered by or on behalf of the Corporation pursuant thereto or in connection therewith, in each case, as in each Authorized Officer's judgment is reasonable, expedient, convenient, necessary or proper, the execution thereof by such Authorized Officer to be conclusive evidence of such determination; and it is further

RESOLVED, that the Authorized Officers are, and any one of them acting alone is, hereby authorized, empowered and directed, in the name and on behalf of the Corporation, to take or cause to be taken such additional actions, to make, enter into, execute, deliver, ratify, certify, file and record any and all additional agreements, documents, certificates, materials and instruments, to incur fees and expenses, and to disburse funds of the Corporation, as any of them may deem necessary or appropriate to implement the foregoing resolutions, and to appoint such agents on behalf of the Corporation as any such Authorized Officer may deem necessary, appropriate or advisable to carry out the purposes of the foregoing resolutions and the transactions contemplated thereunder and/or to successfully complete the Chapter 11 Case, the taking of any such action or execution of any such agreements and/or documents to be conclusive evidence of such determination; and it is further

RESOLVED, that the Authorized Officers are, and any one of them acting alone is, hereby authorized, empowered and directed to cause the performance of the obligations of the Corporation under chapter 11 of the Bankruptcy Code, and to take all actions as any such Authorized Officer may deem reasonable, expedient, convenient, necessary or proper in connection with the foregoing, the taking of any such action to be conclusive evidence of such determination; and it is further

RESOLVED, that any and all past actions heretofore taken by any Authorized Officer in the name and on behalf of the Corporation in furtherance of any or all of the foregoing resolutions be, and the same hereby are, ratified, confirmed and approved in all respects; and it is further

RESOLVED, that this written consent may be executed by facsimile, telecopy, or other electronic means or reproduction, and such execution shall be considered valid, binding and effective for all purposes.

IN WITNESS WHEREOF, the undersigned has executed this written consent as of the date first written above.

BOARD OF DIRECTORS:

Karen Kessler

Fill in this information to identify the case:
Debtor name Cinram Group, Inc., *et al.*
United States Bankruptcy Court for the: DISTRICT OF NEW JERSEY
Case number (if known): ____________

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: Consolidated List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders[1]

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Sinugulus Technologies AG c/o Seigel, O'Connor, O'Donnell & Beck, 150 Trumbull St, Hartford, CT 06103	Gregory Bezz 860-727-8900	Guaranty Claim	Contingent, Disputed, Unliquidated			$1,460,343.30
Toshiba IPR Solutions, Inc. Masayuki Miyanaga, General Manager 1-18-16-5F Hamamatsucho Minato-ku Tokyo 105-0013 JAPAN	Masayuki Miyanaga 212-596-0600 masayuki.miyanaga@toshiba-tdls.co.jp	Licensing Fees	Contingent, Disputed, Unliquidated			$1,432,678.83
MPEG LA, LLC 4602 S. Ulster Street, Suite 400 Denver CO 80237	Jena Law 303-331-1880 JLaw@mpegla.com	Royalty Fees	Contingent, Disputed, Unliquidated			$649,714.91
Technicolor Home Entertainment Services, Inc. 3233 East Mission-Oaks Blvd. Camarillo, CA 93012	Quentin Lily 805-445-4202 Quentin.Lilly@technicolor.com	Contract	Disputed			$500,000.00
SIR Properties Trust c/o RMR Group LLC, Two Newton Pl. 225 Washington Street Suite 300 Newton, MA 02458	Adam Case 617-796-8303 215-665-1414 ACase@rmrgroup.com	Rent				$286,400.00 (Subject to setoff)

[1] Nothing contained herein shall or shall be deemed to be an admission of liability by the Debtors, which reserve all of their rights to contest the nature, amount and/or extent of any liability that may be asserted and to assert affirmative claims or to setoff claims of the Debtors.

Software Copyright (c) 1996-2016 Best Case, LLC - www.bestcase.com Best Case Bankruptcy

Debtor **Cinram Group, Inc., *et al.***
Name

Case number *(if known)*

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Richter LLP 181 Bay Street Suite 3320 Wellington Tower Toronto, ON M5J 2T3	David Hogan 905-475-7500 DHogan@richter.ca	Professional Services				$23,649.52
Sentry Insurance Mail Distribution C3/42-5 1800 North Point Drive, Stevens Point WI 54481	Kim Czech 715-346-6991 kim.czech@sentry.com	Workers' Compensation Insurance				$15,962.57
State of Alabama Dept. of Treasury 50 N Ripley St, Montgomery, AL 36132	334.242.1170	Taxes				$15,000.00
Met-Ed P.O. Box 3687 Akron, OH 44309-3687	888-544-4877 ElectricOnline@firstenergycorp.com	Utilities				$7,216.12
Columbia Gas of Pennsylvania Corporation Service Company 2595 Interstate Drive, Suite 103 Harrisburg, PA 17110	888.460.4332	Utilities				$4,061.92
Bookspan/TAW Attn: Maria Lopez 34 West 27th Street 10th Floor New York, NY 10001	Joe Mizrahi 212-773-3100 717-646-8600 joe.mizrahi@tawdist.com	Trade				$3,297.96
PMA Companies (Old Republic Insurance Group) P.O. Box 5231 Janesville, WI 53547	Linda Facemyer 412-338-1307 Linda_Facemyer@pmagroup.com	Workers' Compensation				$2,390.33
KPMG 401 Bay Street Toronto, ON M5H 2Y4	Howard Greenberg 416-628-4352 hgreenberg@kpmglaw.ca	Professional Services				$1,476.65
UPS Canada P.O. Box 6157 Moncton, NB E1C 9W9	888-592-6188 UPSAFquote@ups.com	Trade				$524.32

Software Copyright (c) 1996-2016 Best Case, LLC - www.bestcase.com Best Case Bankruptcy

Debtor **Cinram Group, Inc., *et al.*** Case number *(if known)*
Name

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Adecco Employment Services P.O. Box 371084 Pittsburgh, PA 15250-7084	Kenny McHarrey 877-901-6789 kenny.maharrey@adeccona.com	Trade				362.60
Alagasco P.O. Box 2224 Birmingham, AL 35246-0022	800-292-4008	Utilities				$153.61
Penn Waste, Inc. P.O. Box 3066 York, PA 17402	717-767-4456	Trade				$95.00
City of Tuscaloosa Water Dept. 1125 Jack Warner Pkwy NE, Tuscaloosa, AL 35404	205.248.5630	Utilities				$88.45

Software Copyright (c) 1996-2016 Best Case, LLC - www.bestcase.com Best Case Bankruptcy

Fill in this information to identify the case:

Debtor name **Cinram Operations, Inc.**

United States Bankruptcy Court for the: DISTRICT OF NEW JERSEY

Case number (if known) ______________

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to $500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets–Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☐ Amended *Schedule* ______________
- ☑ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration ______________

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **March 17, 2017**

X /s/ Glenn Langberg
Signature of individual signing on behalf of debtor

Glenn Langberg
Printed name

Chief Executive Officer
Position or relationship to debtor

Software Copyright (c) 1996-2016 Best Case, LLC - www.bestcase.com Best Case Bankruptcy

United States Bankruptcy Court
District of New Jersey

In re Cinram Operations, Inc. Case No. ________
Debtor(s) Chapter 11

VERIFICATION OF CONSOLIDATED CREDITOR MATRIX

I, the Chief Executive Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: March 17, 2017

Glenn Langberg/Chief Executive Officer
Signer/Title

Software Copyright (c) 1996-2016 Best Case, LLC - www.bestcase.com Best Case Bankruptcy

United States Trustee
Office of the US Trustee
One Newark Center
Suite 2100
Newark, NJ 07102

New Jersey Division of Taxation
50 Barrack Street
CN 269
Trenton, NJ 08646

Internal Revenue Service
2970 Market Street
Mail Stop 5-Q30.133
Philadelphia, PA 19104-5016

4C Entity LLC
c/o LMI, LLC
225 B Cochrane Circle, Suite B
Morgan Hill, CA 95037

A. Cuccinello. Inc.
30 Cleremont Ave.
Edison, NJ 08817

Able Atlantic Taxi
40 Wynford Dr.
North York, ON M3C 1J5 Ontario Canada

Adecco Employment Services
Attn: Kenny McHarrey
P.O. Box 371084
Pittsburgh, PA 15250-7084

ADP Canada Co.
130 Eileen Stubbs Ave.
Dartmouth, NS B3B 2C4

ADP Inc.
P.O. Box 842875
Boston, MA 02284-2875

ADP USA
100 Northwest Point Blvd.
Elk Grove Village, IL 60007

Alabama Department of Revenue
Legal Division
P.O. Box 320001
Montgomery, AL 36132

Alabama Power
P.O. Box 242
Birmingham, AL 35292

Alagasco
P.O. Box 2224
Birmingham, AL 35246-0022

American Express
200 Vesey Street
New York, NY 10080

Applied Underwriter's Insurance Co.
P.O. Box 3804
Omaha, NE 68103

Arkadin
1 Penn Plaza #2200
New York, NY 10119

Arrowpoint Capital
Attn: Cash Management - 1st Floor
3600 Arco Corporate Dr.
Charlotte, NC 28273

ASJ - Another Superior Job Cleaning
575 8th Ave. #1200
New York, NY 10119

AT&T
20 S. Akard St.
Dallas, TX 75202

Atlas Technology Group
2800 Leavenworth St. #250
San Francisco, CA 94133

Ballard Spahr LLP
1 East Washington Street, St 2300
Phoneix, AZ 85004-2555

Bank Direct Capital Finance
150 North Field Drive Suite 190
Lake Forest, IL 60045

Bell Mobility
P.O. Box 920 Station A
Toronto, Ontario M5W 1G5

Ben Druck Door Co.
927 N Hartley St.
York, PA 17404

Berkheimer Associates
121 E 2nd St.
Berwick, PA 18603

BFPE
34656 Board Rd.
York, PA 17406

Blaney McMurtry
2 Queen St. E #1500
Toronto, ON M5C 3G5 Canada

Bookspan/TAW
Attn Maria Lopez and Joe Mizrahi
34 West 27th St - 10th Fl.
New York, NY 10001

Brad Herr
c/o Elizabeth Herr
501 Gitts Run Road
Hanover, PA 17331

Builders Specialty Service, Inc.
37 S. Wilson Ave.
Elizabethtown, PA 17022

Bureau of Workers Compensation
1171 S. Camerson St. Rm 324
Harrisburg, PA 17104-2501

CAI Holdings, Inc.
c/o Najafi Companies
2525 East Camelback Road
Suite 850
Phoenix, AZ 85016

City of Tuscaloosa
Water and Sewer Department
1125 Jack Warner
Tuscaloosa, AL 35404-1056

City of Tuscaloosa Water & Sewer Dept
Dept. #2533
P.O. Box 2153
Birmingham, AL 35287-2533

Cole Equipment Inc.
327 N Hanover St.
Carlisle, PA 17013

Columbia Gas of Pennsylvania
Corporate Service Company
2595 Interstate Drive, Suite 103
Harrisburg, PA 17110

Columbia Gas of Pennsylvania
P.O. Box 742537
Cincinnati, OH 45274-2537

Comcast
1701 JFK Blvd.
Philadelphia, PA 19103

Commissioner of Taxation and Finance PA
Strawberry Square
1133 Strawberry St.
Harrisburg, PA 17128

Cooper & Dunham LLP
30 Rockefeller Plaza 20th Floor
New York, NY 10112

CT Aquisition Holdco, LLC
c/o Technicolor Home Entertainment Svs
Attn: President
3233 E. Mission Oaks Boulevard
Camarillo, CA 93012

CT Corporation
P.O. Box 4349
Carol Stream, IL 60197-4349

Davies Ward Phillips
900 3rd Ave #24
New York, NY 10022

Delaware Secretary of State
Townsend Building
401 Federal St. #4
Dover, DE 19901

Dickinson Wright PLLC
1850 North Central Avenue Suite 1400
Phoenix, AZ 85004-4568

Dominion Elevator Inspection Services
6911 Richmond Hwy #302
Alexandria, VA 22306

Doug's Lawn Care
646 N. Lake Road
East Berlin, PA 17316

DRI Machine Shop, Inc.
700 Lorimer St.
Brooklyn, NY 11211

Druid Glass Construction
2770 Southside Drive
Tuscaloosa, AL 35401

Ducharme, McMillen & Associates (DMA)
200 Day Hill Rd., Suite 240
Windsor, CT 060695

Entertainment ID Registry
c/o Alliances Management
544 Hillside Road
Redwood City, CA 94062

Ervin Cohen & Jessup LLP
9401 Wilshire Blvd, 9th Floor
Beverly Hills, CA 90212-2974

Finnegan, Henderson, Farabow
2 Seaprf Ln.
Boston, MA 02210

First Insurance
101 Hudson St.
Jersey City, NJ 07302

Five Points Automotive
221 Salem Rd.
Union, NJ 07083

Gary W. Tidwell
1040 Rutland St.
Houston, TX 77008

Georgia Dept of Revenue
1800 Century Blvd. NE
Atlanta, GA 30345

Global Fire Sprinklers, LLC
4242 Bryson Blvd.
Florence, AL 35630

Godwin Landscape Maintenance
P.O. Box 773
Northport, AL 35476

Goodmans LLP
333 Bay St. #3400
Toronto, ON M5H 2S7 Canada

Granite Telecommunications
Client ID #311
P.O. Box 983119
Boston, MA 02298-3119

GRL Capital Advisors
220 So Orange Avenue
Livingston, NJ 07039

GT Elite
245 Riviera Dr. #1
Markham, ON L3R 5J6 Canada

Hanover Foods Corporation
Attn: Sean Zacot
1486 York Street
Hanover, PA 17331

Hanover Terminal, Inc.
201 Center St.
Hanover., PA 17331

Hanover Terminal, Inc.
Attn: Kevin Davis
c/o Hanover Logistics
341 Moulstown Road
Hanover, PA 17331

Hart Corporation
Attn Acctng Dept.
P.O. Box 1185
Southampton, PA 18966

Howard Berman
860 Via De La Paz - Ste F4
Pacific Palisades, CA 90272-3633

IBM
590 Madison Ave .
New York, NY 10022

Illinois Department of Revenue
Atrium, 100 W Randolph St.
Chicago, IL 60601

Imaginative Imaging
4769 Wyandotte St.
E. Windsor, ON N8Y 1H8 Canada

J.P. Morgan
277 Park Ave.
New York, NY 10172

Jackson Security Services
2300 2nd Avenue, E
Tuscaloosa, AL 35401

JCIN Holdings, Inc.
5300 W. Sahara Ave.
Las Vegas, NV 89146

JD Handyman
Attn: Jason Davis
15997 Lock 9 Road
Fosters, AL 35463

Jessup Boro
Genevieve Lupini
395 Lane Street
Mount Bethel, PA 18343

Joan Crawford Construction
34 Jacobs Rd.
Hanover, PA 17331

JP Morgan
270 Park Ave.
New York, NY 10001

Karen M. Little
20 Wayne Ave.
Hanover, PA 17331

Khary Brooks
26 Amanda Avenue
Brooklin, ON L1M 1K4 Canada

Koninklijke Philips NV
Philips Electornics Nederalnd BV
Building HTC 5, P.O. Box 220
5600 AE
Eindhover The Netherlands

KPMG
Attn: Howard Greenberg
401 Bay Street
Toronto, ON M5H 2Y4

Lawson Lundell LLP
925 W Georgia St#1600
Vancouver, BC V6C 3L2, Canada

Manufacturers Life Ins. Co
600 Weber St., North
Waterloo, ON N2J 4V7

Marsh Canada Ltd.
P.O. Box 9741 Postal Station A
Toronto, Canada M5W 1R6

MCA FinancialGroup
4909 North 44th St.
Phoenix, AZ 85018

McGladrey
1185 6th Ave.
New York, NY 10036

Met-Ed
P.O. Box 3687
Akron, OH 44309-3687

Moteyo - Royers
505 Hood Rd.
Markham,ON L3R 5V6 Canada

MPEG LA, LLC
Attn: Jena Law
4602 S. Ulster Street, Suite 400
Denver, CO 80237

Najafi Companies
2525 E. Camelback Rd. Ste 850
Phoenix, AZ 85016

Napa Auto Parts
202 Ridge Rd.
Lyndhurst, NJ 07071

New Jersey Division of Taxation
Compliance and Enforcement
Bankruptcy Unit
50 Barrack Street, 9th Floor
Trenton, NJ 08695

North Carolina Department of Revenue
501 N. Wilmington St.
Raleigh, NC 27604

NorthEastern Supply
20352 Dupont Blvd.
Georgetown, DE 19947

Olyphant Boro
James P. Liparulo
Olyphant Boro Building
113 Willow Avenue
Olyphant, PA 18447

One-Blue LLC
555 Madison Avenue, 11th Floor
New York, NY 10022

Osborne Maledon
2929 N Central Avenue
Phoenix, AZ 85012

OTIS Elevator Company
561 Fashion Ave.
New York, NY 10018

PA Dept of Labour and Industry
1171 S. Cameron St., Room 324
Harrisburg, PA 17104-2501

Pansoohic Systems of Canada Ltd.
6711 Mississauga Road, Suite 601
Mississauga, Ontario Canada L5N 2W3

Penn Township Sewer Dept.
20 Wayne Avenue
Hanover, PA 17331-3300

Penn Waste, Inc.
P.O. Box 3066
York, PA 17402

Pennsylvania Department of Revenue
Department 280946
Attn: Bankruptcy Division
Harrisburg, PA 17128-0946

Peyton C. Cochrane
Tax Collector
714 Greensboro Avenue
Tuscaloosa, AL 35401

Pioneer Corporation
4-1 Meguro, 1-chrome
Megaro-ku Tokyo 153-8654

PMA Companies (Old Republic Insurance Gr
Attn: Linda Facemyer
P.O. Box 5231
Janesville, WI 53547

PricewaterhouseCoopers LLP
300 Madison Ave.
New York, NY 10017

Prudential Financial
751 Broad St.
Newark, NJ 07102

REIT Management & Research LLC
Attn: Jennifer B. Clark
Two Newton Place
Newton, MA 02458

Richter LLP
Attn: David Hogan
181 Bay St., Suite 3320
Bay Wellington Tower
Toronto, ON M5J2T3

Rochester Midland Corp.
P.O. Box 64462
Rochester, NY 14624

RSM US LLP
5155 Paysphere Circle
Chicago, IL 60674

Salvair LLC
180 W. Mohawk Dr.
Powell, OH 43065

Schaedler Yesco
P.O. Box 4990
Harrisburg, PA 17111-0990

ScotiaMcLeod
9829 116 St.
Grande Prairie, Alberta T8V 6H6

Self-Insurers' Security Fund
555 12 St. Suite 680
Oakland, CA 94607

Sentry Insurance
Attn: Kim Czech
Mail Distribution: C3/42-5
1800 North Point Drive
Stevens Point, WI 54484-8045

Sentry Insurance
P.O. Box 8045
Stratford, WI 54484-8045

Seyfarth Shaw LLP
3807 Collections Center Drive
Chicago, IL 60693

Sherrard Kuzz LLP
250 Younge St. # 3300
Toronto, ON M5B 2L7 Canada

Shipley Group LP
415 Norway St.
York, PA 17403

Sinugulus Technologies AG
Attn: Gregory Bezz
c/o Seigel, O'Connor, O'Donnell & Beck
150 Trumbull Street
Hartford, CT 06103

Sir Properties Trust - Att: J. Clark
c/o The RMR Group LLC
Two Newton Pl.
255 Washington St, Suite 300
Newton, MA 02458

Sir Properties Trust - Att: V. President
c/o The RMR Group LLC
Two Newton Pl.
255 Washington St, Suite 300
Newton, MA 02458

Sir Properties Trust - Attn: Adam Case
c/o The RMR Group LLC
Two Newton Pl.
255 Washington St, Suite 300
Newton, MA 02458

Sir Properties Trust - Attn: President
c/o The RMR Group LLC
Two Newton Pl.
255 Washington St, Suite 300
Newton, MA 02458

State of Alabama
Department of Treasury
50 N Ripley Street
Montgomery, AL 36132

State of New Jersey
33 W State St.
Trenton, NJ 08608

Sunlife Financial
150 King St., West
Toronto, ON M5H 1J9 Canada

Taylor Electrical Contractors, Inc.
P.O. Box 70084
Tuscaloosa, AL 35407

Technicolor
101 West 103rd St.
Indianapolis, IN 46290

Technicolor Home Entertainment Srvs
Attn: General Counsel
3233 E. Mission Oaks Boulevard
Camarillo, CA 93012

Technicolor Home Entertainment Srvs
Attn: Quentin Lily
3233 East Mission Oaks Blvd.
Camarillo, CA 93012

Technicolor Home Entertainment Srvs
Attn: President
3233 E. Mission Oaks Boulevard
Camarillo, CA 93012

The Borough of Hanover
44 Frederick St.
Hanover, PA 17331

The Borough of McSherrystown
338 Main Street
McSherrystown, PA 17344

Toshiba Corporation
1-1 Shibaura, 1-Chrome
Minato-Ku, Tokyo Japan 105-8001

Toshiba IPR Solutions, Inc.
Attn: Masayuki Miyanaga, General Manager
1-18-16-5F Hamamatsucho
Minato-ku Tokyo 105-0013 Japan

Totally Awesome Warehouse
34 West 27th Street, 10th Floor
New York, NY 10001

Travelers
1 Tower Square
Hartford, CT 06183

Triangle Fire Protection, Inc.
7517 Cooper Ave.
Glendale, NY 11385

TriNet
P.O. Box 1644
Tacoma, WA 98402-1644

Tyco Integrated Security LLC
P.O. Box 371967
Pittsburgh, PA 15250-7967

Tyco Simplex Grinnell Dept.
CH 10320
Palatine, IL 60055-0320

UPS Canada
P.O. Box 6157
Moncton, NB E1C 9W9

Via De La Paz Investments
860 Via de la Paz, Suite F-4
Pacific Palisades, CA 90272

William Fox, Collector of Taxes
Lackawannna County
P.O. Box 709
Moosic, PA 18507-0709

Willis
1040 6th Ave.
New York, NY 10018

Workplace Safety Insurance Board
Simcoe Place
200 Front Street West.
Toronto, ON M5V 3J1 Canada

Worldview Travel Corp Services
101 W 4th St. #400
Santa Ana, CA 92701